



## Rules and Procedures of the Executive Board of CAFI EB.2015.01 (revisions adopted through EB.2016.10)

1. The CAFI Terms of Reference describe the functions of the Executive Board (EB), the rights of its members and observers and other relevant issues. These Rules and Procedures complement the provisions on the Executive Board in the CAFI Terms of Reference.
2. On membership the CAFI Terms of Reference (6 May 2016) state:

*The Contributors signatories of the Joint Declaration are eligible to be members of the Executive Board.*

*Only board members that have directly contributed to the CAFI MPTF and the UN board member will be granted voting right for decisions concerning the Trust Fund and in particular on its financial allocations.*

*In case a contributor who is an Executive Board member has earmarked its contribution to one or several specific partner countries of CAFI, this contributor would sit without voting rights when financial allocation decisions relating to other partner countries are made by the Executive Board.*

*UNDP on behalf of Implementing UN Organisations is a member of the Executive Board.*

*The MPTF Office is an ex-officio member.*

3. On Observers the CAFI Terms of Reference state:

*The World Bank and FAO are invited to participate as observers.*

4. The Executive Board may decide to invite on a meeting-by-meeting basis, potential contributors who have expressed interest in signing the Joint Declaration to attend the Executive Board meeting(s) as observers.
5. The Executive Board may decide to invite on a meeting-by-meeting basis, partner countries, implementing organizations or other entities to attend the Executive Board meeting(s) or some of its sessions.
6. Members, Partners countries and observers communicate their representatives to the Secretariat by email. Members and observers may nominate alternate representatives by email at least five working days prior to the EB meeting.
7. Members, Partners countries and observer representatives may attend Executive Board meetings in person or remotely (by video/tele-conference).
8. The Executive Board elects a contributor as Chair of the Executive Board on an annual rotational basis. The Chair represents the EB, signs transmittal forms and any binding decision. The Chair can

decide to delegate the facilitation of an EB meeting to one of the EB members. This decision to delegate should be recalled in the minutes of the EB meeting.

9. The meetings of the Executive Board will be convened by Secretariat by sending the proposed agenda:
  - a. For the date decided during the preceding meeting
  - b. Or for a reasonable date if requested by any of the Members of the EB and agreed by the Chair of the EB to discuss an urgent and outstanding matter.
10. The Secretariat will send the meeting agenda and documents by email two weeks before the date of the Executive Board Meeting, or as soon as they are available in the case of an extraordinary meeting, as described in paragraph 8.a above.
11. The minimum number of Board Members required to be present (in person or remotely) to conduct the meeting and make decisions is half of the Board Members plus one Board Member. The same rule applies *mutatis mutandis* for funding allocation decisions when not every Board Member has a vote.
12. The Executive Board may decide to make certain decisions by email. This can be decided during an Executive Board meeting or requested by a Member of the Executive Board and agreed by the Chair of the EB between Executive Board meetings. In either case, the Secretariat will send the document(s) requiring an Executive Board decision by email two weeks before the deadline before which Executive Board Members can approve the decision or request a meeting to discuss the document(s). In case of non-objection, the decision is considered to be approved by the Executive Board member.
13. Prior to the consideration by the Executive Board of a national investment framework or national program of a Partner Country, if an Executive Board member, observer or its affiliate or employee is engaging in the following activities, the Executive Board member or observer shall disclose such involvement to the Secretariat through an email or other written means and the Secretariat will accordingly inform other EB members and observers:
  - a. direct support to the preparation and/or implementation of the national investment framework or national program which is under consideration by the EB
  - b. direct support to the consultation process leading up to the endorsement of the national investment framework or national program by the Partner Country.
14. If the EB member or observer fails to disclose the relevant involvement, the EB will determine what appropriate action to take.
15. The EB determines whether the involvement of the EB member and/or observer referred to in 13 above is such that the EB member and/or observer making the disclosure should recuse itself from the deliberation, discussion and/or decision by the EB with respect to the national investment framework or national program concerned, and will advise such EB member and/or observer accordingly.
16. The Secretariat ensures that the decisions taken by the Executive Board are duly recorded and promptly communicated to the members and observers of the EB. The Executive Board can decide which of its decisions will be published. The Secretariat will upload those decisions and their translations on the CAFI website.
17. The Rules and Procedures of the EB may be amended from time to time by the Executive Board.